

Honorable Thomas S. Zilly

UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF WASHINGTON AT SEATTLE

VALVE, L.L.C., a Washington limited liability
company,

Plaintiff,

v.

SIERRA ENTERTAINMENT, INC., (aka
SIERRA ON-LINE, INC.),

Defendant.

No. CV02-1683

DECLARATION OF ERIC
ROEDER IN SUPPORT OF
SIERRA'S MOTION FOR A
PROTECTIVE ORDER

**NOTE ON MOTION
CALENDAR:**

August 25, 2003

I, Eric Roeder, hereby state and declare as follows:

1. I am the in-house attorney responsible for the legal services provided to Sierra Entertainment, Inc. ("Sierra"). I make the following declaration upon my personal knowledge. If called upon to testify regarding the matters set forth herein I am competent and willing to do so.

2. I have reviewed the written discovery requests propounded by the plaintiff Valve, LLC ("Valve"). Specifically, I have reviewed Valve's Requests for Production and Valve's written Interrogatories propounded pursuant to Fed. R. Civ. P. 33 and 34. Subsequent to reviewing Valve's discovery requests, I participated in document production and information gathering for responding to Valve's discovery. I have also reviewed

DECLARATION OF ERIC ROEDER IN SUPPORT
OF SIERRA'S MOTION FOR A PROTECTIVE
ORDER (CV02-1683) - 1

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1 correspondence from Valve's attorney, Mr. Holtman, regarding Valve's desired expansion of
2 the document production to include all of Sierra's distributors overseas and the offices of
3 Sierra's corporate affiliates overseas. Many of these offices are located in distant countries
4 such as Malaysia, China, Singapore, and the Philippines. Furthermore, the documents in
5 these offices to the best of my understanding relate solely to licensees of Sierra and/or
6 Vivendi Universal Games overseas.

7 4. Sierra Entertainment, Inc. is a wholly owned subsidiary of Vivendi Universal
8 Games, Inc., a corporation incorporated under the laws of Delaware. Vivendi Universal
9 Games, Inc. ("VUG") is a wholly owned subsidiary of Vivendi Universal Publishing
10 Acquisition Company.

11 5. Sierra's distribution of gaming software abroad is handled by a number of
12 corporate affiliates under the control of Vivendi's European and Asian subsidiaries known as
13 Vivendi Universal Interactive Publishing International, S.A. (a French entity) and Vivendi
14 Universal Games Asia Pacific Pte, Ltd. These subsidiaries work with a number of distributors
15 around the world. Sierra has approximately 46 distributors in the Asia Pacific region alone
16 and I estimate that we have over 100 distributors worldwide.

17 6. Our worldwide distributors enter into distribution agreements with Sierra,
18 VUG and/or other VUG subsidiary companies located abroad. To the best of my knowledge,
19 these distributorship agreements are mostly negotiated overseas. VUG routinely handles
20 licensing activities with foreign distributors relating to the distribution of Valve games in
21 foreign markets.

22 7. Exhaustive document and information gathering relating to all foreign
23 licensing activities from each and every one of Sierra's overseas distributors and the offices of
24 Sierra's affiliates overseas would escalate costs tremendously in terms of time and money. I
25 personally would need to supervise the document collection and information gathering in
26 numerous overseas offices and it would require me to expend an enormous amount of
27

1 administrative time and effort in managing an expanded discovery scope to cover potentially
2 over 100 foreign offices around the world.

3 8. CD-ROMS used in cybercafés, domestically and abroad, do not differ from the
4 CD-ROMS sold to computer users for use outside of a networked gaming environment.
5 Sierra manufactures copies of CD-ROMs domestically and occasionally permits their
6 manufacture overseas according to its license to manufacture Retail Packaged Product granted
7 by the Software Publishing Agreement. Valve receives and accepts a royalty payment for
8 each CD-ROM distributed by Sierra. Product manufactured within the U.S. is then shipped to
9 foreign distributors abroad or in some cases to Sierra's corporate affiliates abroad in Europe or
10 Asia. In some cases, Sierra will authorize one of its distributors to use CD-ROMS in a
11 cybercafé whereupon a sticker is placed on the box indicating that the CD-ROM is for use in a
12 cybercafé only. Besides the sticker placed on the box, the CD-ROM does not differ in any
13 way from those typically distributed in other retail outlets for a given geographic location.

14 9. I have also reviewed Valve's 30(b)(6) deposition notice regarding Asian Media
15 Development Group ("AMDG"). AMDG is one of VUG's foreign distributors of Sierra
16 products. AMDG is Sierra's exclusive distributor in the Philippines. The only individual
17 capable of properly answering the questions pose by Valve's 30(b)(6) notice is located in
18 Singapore. There are no individuals within Sierra's U.S. offices who can respond properly
19 and fully regarding the topics set forth in Valve's 30(b)(6) notice nor can I conceive of any
20 individual at Sierra obtaining sufficient knowledge regarding these matters without having to
21 travel to Singapore or the Philippines to review documents and/or conduct personal interviews
22 with those having knowledge regarding licensing activities within the Philippines.

23
24 I make the foregoing statements under penalty of perjury and hereby swear that the
25 foregoing is true and correct to the best of my recollection.
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1 Dated this ____ day of August in Los Angeles, California.
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ERIC ROEDER
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